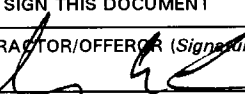
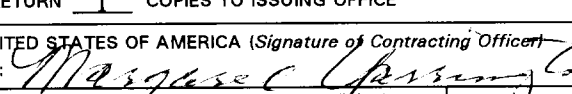


AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT					1. PAGE 1 OF 3	
2. PROC INSTRUMENT ID NO. (PIN) F33657-97-D-2007		3. SPIIN 000603	4. EFFECTIVE DATE 26 JAN 1998	5. REQUISITION/PURCHASE REQUEST PROJECT NUMBER		
7. ISSUED BY ASC/CDS, BLDG 11A 1970 MONAHAN WAY, RM 123 WRIGHT-PATTERSON AFB, OH 45433-7208 BUYER: TOM REASTER, ASC/CDSK (937) 255-5411			8. ADMINISTERED BY (If other than Block 7) DCMAO, DAYTON ATTN DCMDE-GYOG 1725 VAN PATTEN AVE, BLDG 30 WRIGHT PATTERSON AFB OH 45433			
9. CONTRACTOR CODE 6Z006 FACILITY CODE NAME AND ADDRESS RJO ENTERPRISES INC 4200 COLONEL GLENN HWY SUITE 600 DAYTON OH 45431-1663			10. SECURITY CLASSIFICATION S			
MAILING DATES JAN 26 1998			11. DISCOUNT FOR PROMPT PAYMENT NET 1 st N % DAYS 2 nd % DAYS 3 rd % DAYS OTHER IF "9" SEE SECT "E"			
			12. PURCHASE OFFICE POINT OF CONTACT AWY/A6F/ATS			
13. THIS BLOCK APPLIES ONLY TO AMENDMENTS OF SOLICITATIONS <input type="checkbox"/> The above numbered solicitation is amended as set forth in Block 17. The hour and date specified for receipt of offers <input type="checkbox"/> IS EXTENDED <input type="checkbox"/> IS NOT EXTENDED Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation, or as amended by one of the following methods: (a) By signing and returning _____ copies of this amendment; (b) by acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE ISSUING OFFICE PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER if by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter provided such telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.						
14. THIS BLOCK APPLIES ONLY TO MODIFICATIONS OF CONTRACTS <input type="checkbox"/> THIS CHANGE IS ISSUED PURSUANT TO _____ THE CHANGE SET FORTH HEREIN ARE MADE TO THE ABOVE NUMBERED CONTRACT/ORDER. <input type="checkbox"/> THE ABOVE NUMBERED CONTRACT IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (Such as changes in paying office, appropriation data, etc.) SET FORTH HEREIN. <input checked="" type="checkbox"/> THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF <u>Special Contract Requirement H-013 "Orders"</u> IT MODIFIES THE ABOVE NUMBERED CONTRACT AS SET FORTH HEREIN. <input type="checkbox"/> THIS MODIFICATION IS ISSUED PURSUANT TO _____						
15. CONTRACT ADMINISTRATION DATA A. KIND OF MOD C. DATE OF SIGNATURE D. CHANGE IN CONTRACT AMOUNT <input type="checkbox"/> INCREASE (+) <input checked="" type="checkbox"/> DECREASE (-) E. LOSING PO/CAO ON TRANSFER F. GAINING POC/CAO ON TRANSFER G. SVC/AGENCY USE C _____						
16. ENTER ANY APPLICABLE CHANGES A. PAY CODE B. EFFECTIVE DATE OF AWARD C. CONTRACT (1) TYPE (2) KIND D. TYPE CONTRACTOR E. SURV CRIT F. SPL CONTR PROVISIONS G. PAYING OFC CODE H. DATE SIGNED I. SECURITY (1) CLAS (2) DATE OF DD 254						
17. REMARKS (Except as provided herein, all items and conditions of the contract, as heretofore changed, remain unchanged and in full force and effect.) SUBJECT: TRANSFER FUNDING FROM CLIN 0001 TO 0003 CHANGE IN CONTRACT PRICE: NONE CHANGE IN CONTRACT OBLIGATION: NONE						
18. <input type="checkbox"/> CONTRACTOR/OFFEROR IS NOT REQUIRED TO SIGN THIS DOCUMENT <input checked="" type="checkbox"/> CONTRACTOR/OFFEROR IS REQUIRED TO SIGN THIS DOCUMENT AND RETURN <u>1</u> COPIES TO ISSUING OFFICE						
19. CONTRACTOR/OFFEROR (Signature of person authorized to sign) BY: 			22. UNITED STATES OF AMERICA (Signature of Contracting Officer) BY: 			
20. NAME/TITLE OF SIGNER (Type or Print) CONTRACTS MGR		21. DATE SIGNED 1/15/98		23. NAME OF CONTRACTING OFFICER (Type or Print) MARGARET YARRINGTON Contracting Officer		
				21. DATE SIGNED 22 JAN 1998		

1. In accordance with Special Contract Requirement H-013 entitled "Orders" of the basic contract, the contractor's letter RJO-98-1025-DCA dated 07 January 1998, and ASC/LUL letter dated 06 January 1998, Task Order 0006 is hereby amended to redirect funding from CLIN 0001 to CLIN 0003 and to revise the Statement of Work at no change in ceiling price.

2. Pursuant to paragraph 1 above, Order 0006 is modified as follows:

a. SECTION B

<u>Item No</u>	<u>Supplies/Services</u>	<u>Quantity</u> <u>Purch Unit</u>	<u>Unit Price</u> <u>Total Item Amount</u>
0001AB	SubCLIN Change sec class: U	1 \$ 537,611.00	
		LO \$ 40,000.00-	

noun: ACQUISITION LOGISTICS SUPPORT
acrn: AA nsn: N
site codes pqa: D acp: D fob: D
pr/mipr data: GLUUS977200035
 GLUUS977200035-01
type contract: Y

descriptive data:

A. Funding in the amount of \$40,000.00 is hereby redirected from CLIN 0001 and added to CLIN 0003 to decrease the amount allotted, available and obligated for this item from \$577,611.00.00 to \$537,611.00. This item is fully funded.

0002AB	SubCLIN Change sec class: U	1 NSP	
		LO NSP	

noun: DATA-EXHIBIT A
acrn: AA nsn: N
site codes pqa: D acp: D fob: D
pr/mipr data: GLUUS977200035
 GLUUS977200035-01

type contract: Y

descriptive data:

A. The contractor shall provide data in accordance with Contract Data Requirements List (CDRL), DD Form 1423, dated 13 February 1997, attached as Exhibit A. The price of this SubCLIN is included in the price of SubCLIN 0001AB above.

<u>Item No</u>	<u>Supplies/Services</u>	<u>Quantity</u> <u>Purch Unit</u>	<u>Unit Price</u> <u>Total Item Amount</u>
0003AB	SubCLIN Change sec class: U	1	\$41,925.00
		LO	\$40,000.00+
	noun: TRAVEL AND COMPUTER SERVICES		
	acrn: AA nsn: N		
	site codes pqa: D acp: D fob: D		
	pr/mipr data: GLUUS977200035		
	GLUUS977200035-01		

type contract: S

descriptive data:

A. Funding in the amount of \$40,000.00 is hereby redirected from CLIN 0001 and added to CLIN 0003. The total amount allotted to this item is increased by \$ 40,000.00 from \$1,925.00 to \$41,925.00 which is the amount presently available for this item. This item is fully funded.

2. SECTION J

<u>Document</u>	<u>Title and Date</u>	<u>No of Pages</u>
Atch 1	Statement of Work (revised) dated 24 Dec 1997 for the AC-130U Gunship Program Special Operations Forces	7

2. This Supplemental Agreement constitutes a full settlement of all claims of the contractor and the government arising out of or in connection with the changes effected hereby.

STATEMENT OF WORK

AC-130U Gunship Program
Special Operations Forces

1. PURPOSE

Provide acquisition logistics support to the Special Operations Forces (SOF) Mission Area Group (MAG) Chief of Logistics, ASC/LUL.

2. SCOPE

This effort primarily involves the functional elements as identified under the basic contract Statement of Objectives (SOO) under paragraphs: 4.1 Integration of Maintenance Planning (MP); 4.2 Integration of Manpower and Personnel (M&P); 4.3 Integration of Supply Support (SS); 4.4 Integration of Support Equipment (SE); 4.5 Integration of Technical Data (TD); 4.6 Integration of Training and Training Support (TTS); 4.7 Integration of Computer Resources Support (CRS); 4.8 Integration of Facilities (FA); 4.11.1 Logistics Support Analysis (LSA); 4.11.4 Warranties and 4.11.5 Training and Instruction for acquisition logistics contract support. This task order describes the tasks to be performed primarily in support of the AC-130U Gunship and CV-22 Osprey Programs. NO ENGINEERING SUPPORT WILL BE PROVIDED UNDER THIS TASK ORDER BY THE CONTRACTOR.

3. RESPONSIBILITIES

The Lead Logistics Manager (LLM), ASC/LUUL is responsible for the technical liaison, review, approval, and final acceptance of efforts accomplished under this task order.

4. WORK TO BE ACCOMPLISHED

The support contractor shall perform the following tasks in accordance with the basic contract and this task order (DI-ADMN81373/T, SEQ A001; DI-MGMT-80368/T, SEQ A002; DI-ADMN-80447, SEQ A003; DI-MISC-80508/T, SEQ A004).

4.1 Logistics Support Tasks

The contractor shall provide acquisition logistics support to assist in ensuring that the established objectives and procedures are complied with for acquisition of the AC-130U Gunship program. The contractor shall gather program data, perform analyses and provide recommendations to satisfy the specific objectives of this order. All tasks will be documented and coordinated with the appropriate task monitor. The contractor shall prepare for and participate in reviews, meetings and/or working groups which may be required to support this task order. This shall include administrative support for preparation of briefing charts, gathering and compiling information to support briefings/working group meetings, assisting logisticians in finalizing meeting minutes, and in tracking and monitoring action item resolution. Administrative efforts will also be required to assist logisticians in preparation and coordination of correspondence and reports and assisting in the day-to-day research required in support of logistics functions.

4.1.1 Integration of Maintenance Planning (MP)

Provide maintenance planning for aircraft and equipment acquisition as follows:

- a. Assist in the Depot Maintenance Activation Planning (DMAP) process, Source of Repair Decisions and Depot Maintenance Interservicing Decisions.
- b. Assist in planning and arranging for contractor/ government maintenance planning conferences to finalize maintenance plans for all recoverable items.
- c. Assist the Lead Logistics Manager (LLM), and in conjunction with the using commands, monitor all maintenance planning activities related to field support. This effort shall include soliciting input from all appropriate agencies to the maintenance planning process and ensuring their participation in all maintenance planning activities.
- d. Identify impacts on maintenance planning and established organic maintenance capability.
- e. Assist in transition planning by providing inputs to the LLM and Sustainment Logistics Manager (SLM).
- f. Monitor Interim Contractor Support (ICS) planning for the weapon system until it becomes organically supported.
- g. Assist in the development/implementation of a Post Production Support (PPS) Analysis Program.

4.1.2 Integration of Manpower and Personnel (M&P)

The support contractor shall assist in the development of manning estimates for on-going software support of the Gunship program.

4.1.3 Integration of Supply Support (SS)

The contractor shall monitor and maintain a data base on all Interim Contractor Support (ICS), including MICAP, Readiness Support Package (RSP) and spares status. This shall include, but not be limited to, attending meetings, providing orientation training, and assisting in processing LRUs for repair.

4.1.4 Integration of Support Equipment (SE)

Perform logistics support for SE as follows:

- a. Review and assess the SE programs to ensure proper SE is available by the need date.

- b. Receive, evaluate, process, and track SERDS. The evaluation shall include: assessment of logistics schedule, cost and production risks; ensure that SERDs for new development SE contain sufficient justification for not using existing SE; ensure that proposed SERDs cover all system SE requirements; and provide recommendations regarding their disposition based upon this evaluation.
- c. Prepare, coordinate, distribute and monitor the status of SERD purchase requests (PRs).
- d. Maintain a database for all Support Equipment. This system shall be updated in a timely manner with status reports to be provided to the LLM.
- e. Monitor the development and submission of the Calibration Measurements Requirement Summary (CMRS). Provide status reports to the LLM.

4.1.5 Integration of Technical Data (TD)

The contractor shall provide logistics support for the acquisition and sustainment of technical data. The following requirements apply as specified:

- a. Development and refinement of customer technical order (TO) requirements and the preparation of draft contractual requirements. This shall include assisting in, preparation of, and conducting TO conferences.
- b. Performing the necessary quality assurance functions related to various reviews, contractor validations, USAF verifications and acceptance inspections. This shall also include monitoring of the prime contractor's development process.
- c. Receiving, processing, tracking, and evaluating all CFAE/CFE Notices and providing recommendations regarding their disposition based upon this evaluation.
- d. Performing engineering drawing reviews and ensure drawings are available on CD-ROM as required by the LLM.

4.1.6 Integration of Training and Training Support (TTS)

Provide research, analysis and support for TTS as follows:

- a. Provide training requirements support for all matters concerning training responsibilities and logistics actions.
- b. Review and assess the training and training equipment development program, plans and schedules.
- c. Develop the necessary interfaces with functional action points, program managers, using organizations and responsible Major Air Commands.

d. Review and interpret training data and reports for content, applicability and completeness. This will include receiving, analyzing, distributing for review, coordinating and assisting with the preparation of consolidated responses for the program office.

e. Assist in preparing training program requirements Request for Proposal (RFP) specifications and support contract negotiations for the program office.

f. Attend training planning and training equipment meetings with personnel from the Air Education and Training Command (AETC), Air Force Special Operations Command (AFSOC), United States Special Operations Command (USSOCOM), Air Force Flight Test Center (AFFTC), Rockwell International, Inc., using organization and various government agencies to ensure all training plan requirements are met. This shall include preparation of meeting agenda, minutes, briefings and action item management.

4.1.7 Integration of Computer Resources Support (CRS)

Provide functional support for the Gunship program as follows:

a. Review and interpret the software documentation. This includes receiving, distributing, analyzing, reviewing comments as they pertain to the software documentation for the aircraft, SE, and maintenance training devices. Also assist in software studies that may be required.

b. Conduct computer resources and software support meetings with personnel from the Gunship Program office, using commands, other government personnel and the Prime Contractor to ensure proper support is provided for the Gunship Computer Resources Program. This shall include assisting in the preparation of meeting agenda, minutes and action items.

c. Provide support for the AC-130U Government Furnished Equipment (GFE), Warranty and Service Reporting (SR) Programs as they pertain to computer resources. Assist the government and other support contractors in their review and interpretation of documentation generated during flight test that have a logistics impact on the design of the Gunship and its embedded computer resources.

d. Conduct software system Functional Configuration Audits /Physical Configuration Audits (FCA/PCA) to include verification that software requirements have been met and that design documentation and code are acceptable. This also includes a requirement to independently pursue limited data rights claims by the prime contractor. This will entail researching items that may contain data rights claims, determining those that contain questionable claims, preparing legal prechallenges, reviewing the evidence provided by the contractor in response to the challenges, and coordinate resulting recommendations with the SPO contracts/legal personnel to issue final decisions.

e. Conduct research and perform analysis necessary to assist program management in determining the ability of software designs to meet system reliability and maintainability requirements. This includes support planning for the AC-130U system transition.

f. Perform technical evaluations and conduct analysis to assist program management measure contractor performance in development of software and the adequacy of design and test documentation. Provide recommendations for all issues concerning contractor software development. This will include documentation reviews and evaluations necessary to manage the software Interim Contractor Support (ICS) efforts.

4.1.8 Integration of Facilities (FA)

The contractor shall prepare management plans and provide assistance necessary to activate bases receiving new aircraft and equipment acquired through the SOF Program Offices. This shall include: developing procedures, guidelines and documentation for identification and resolution of problems affecting the fielded weapon system or subsystems; documenting research and analysis accomplished in support of field activities; and use of government approved software to update and track field support action items and OPRS.

4.1.9 Logistics Support Analysis (LSA)

Provide LSA support as follows:

- a. Provide support for the AC-130U LSA program in accordance with the Gunship program LSA Plan.
- b. Review and interpret the LSA data received in support of the Gunship program. This includes receiving, distributing, analyzing, reviewing comments and preparing responses for the program office.
- c. Review and monitor logistics elements to include initial provisioning, maintenance planning, support equipment, technical data and training to assure adequate program support.
- d. Assist in the review of Reliability and Maintainability (R&M) tasks including assessing all test results, the AC-130U development contractor's failure reporting and corrective action activities, shall participate in the JRMET, and shall identify R&M problems against the AC-130U allocated requirements. The support contractor shall also provide their estimate of the R&M of the AC-130U configuration approved at the FCA.

4.1.10 Warranties

Perform warranty technical and management support to include but not be limited to:

- a. Review of legal, regulatory, and contractual requirements pertaining to the AC-130U Gunship weapon system warranty.
- b. Evaluate proposed changes to the contract and assess any potential impact they may have on the warranty.

c. Provide technical and management assistance for implementation and administration of the warranty and any changes thereto including participating in warranty planning team meetings, preparation of draft updates to the weapon system warranty plan, warranty implementation plan and warranty handbooks, and preparation of and/or update the AC-130U Gunship costs-benefits analysis.

d. Provide warranty orientation and administration training to the AC-130U Gunship team, including using command personnel, to facilitate implementation of the warranty.

e. Develop an AC-130U Gunship warranty database to be used to facilitate the management and administration of the warranty program.

f. Analyze maintenance data resulting from organic or ICS repairs made to warranted items during the warranty period to ascertain whether or not the terms of warranty apply. The analysis performed shall be used to determine whether or not the cost of the repair should be covered under provisions prescribed in the AC-130U Gunship contract warranty clause. The contractor shall research data required to accomplish these requirements from any approved source.

4.1.11 Training and Instruction

The contractor shall provide on-the-job training (OJT) for Air Force acquisition logistics managers newly assigned to the AC-130U and CV-22 programs.

4.1.12 Change Proposal and Document Evaluation

The contractor shall evaluate all change proposals, draft directives, military specifications and standards for logistics program impacts resulting from each proposed change. As a minimum, this evaluation shall ensure the following: all logistics elements have been considered in each proposal; the proposed coverage is adequate and suitable; omission of necessary coverage has been determined; duplications of coverage has been noted; proposed delivery schedules have been developed; and an analysis of proposed cost has been performed. Reports and meeting charts (CCB, etc.) shall be provided as required at time of tasking.

4.1.13 Definition of New Requirements

The contractor shall provide acquisition logistics support and expertise in the definition of new logistics requirements for the AC-130U and CV-22 weapon systems and equipments which may arise from time to time.

4.2 Review Participation

As required under paragraph 4.0, the support contractor shall attend program reviews and provide technical assessments of action items with respect to logistics requirements. The support contractor shall develop summary information on the activities, action items, conclusions and recommendations related to meetings, reviews and audits.

4.3 Briefing Support

As required under paragraph 4.0, the support contractor shall assist in the preparation of briefing

material. This shall include compiling background information, organizing the information, writing the information in briefing format, preparing talking papers, meeting minutes, monitoring action items, and providing backup information as required.

4.4 Travel

As required under paragraph 4.0, and approved by the LLM, the support contractor shall travel as required to participate in meetings, reviews, audits and research necessary in accomplishment of assigned tasks. Travel will include various CONUS and foreign locations.

5. DATA AND OTHER DELIVERABLES

All data/reports and deliverables shall be delivered in accordance with the Contract Data Requirements List (CDRL) DD Forms 1423.

6. GENERAL INFORMATION

6.1 Work Location

Accomplishment of tasks required by this task order requires work in the AC-130U Gunship Program Office located at Wright-Patterson Air Force Base (WPAFB), Ohio. Additionally, support at Hurlburt AFB, FL will be required. Office space, telephone, utilities and standard office materials and equipment will be provided by the government at WPAFB and Hurlburt Field.

6.2 Contractor Relationships/Supervision

In interactions and dealings with system contractors/ subcontractors, the contractor shall perform work for investigation purposes only. The contractor shall not provide direction nor otherwise interject into government/system contractor/subcontractor relationships. Contractor personnel shall not be under the direct supervision of Air Force personnel.

6.3 Security Classification

Access to classified information, up to and including SECRET, will be required. Preparation and/or storage of classified information will be required. The DD Form 254 will be used as guidance for all classified information access.